

O'MELVENY & MYERS LLP

LOS ANGELES
CENTURY CITY
IRVINE
NEWPORT BEACH
NEW YORK
SAN FRANCISCO

555 13th Street, N.W.
Washington, D.C. 20004-1109
TELEPHONE (202) 383-5300
FACSIMILE (202) 383-5414
INTERNET: www.omm.com

TYSONS CORNER
HONG KONG
LONDON
SHANGHAI
TOKYO

August 10, 2000

OUR FILE NUMBER
013,117-004

BY HAND DELIVERY

WRITER'S DIRECT DIAL
202-383-5388

Jeff S. Jordan, Esq.
Office of the General Counsel
Office of the Federal Election Commission
999 E Street, N.W.
Washington, DC 20463

WRITER'S E-MAIL ADDRESS
aculvahouse@omm.com

Re: **MUR 5033**

Dear Mr. Jordan:

On behalf of the Alexander Audit Fund Inc., and its Treasurer, Mr. Todd Eardensohn, we enclose with this letter the sworn statement of Mr. Eardensohn in response to the Commission's letter dated June 26, 2000, and a complete Statement of Designation of Counsel.

Please do not hesitate to contact the undersigned if you should have any questions regarding this matter.

Sincerely,



Arthur B. Culvahouse, Jr.
Ira H. Raphaelson
of O'MELVENY & MYERS LLP

Enclosure

DC1:442341.1

AUG 10 3 51 PM '00

RECEIVED
FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL

21-04-405-12

STATEMENT OF TODD EARDENSOHN

My name is Todd Eardensohn. I was the Treasurer of Alexander Audit Fund Inc. from March 11, 1996 to July 20, 1998.

The Alexander Audit Fund, Inc. filed its notice of termination with the Federal Election Commission on July 20, 1998 having retired all debts and liquidated all remaining funds. A copy of the termination report is attached to the statement as Exhibit 1.

The Alexander Audit Fund Inc. dissolved and terminated its registration as a Tennessee not-for-profit corporation on March 4, 1999. A copy of the dissolution and termination notices are attached to this statement as Exhibit 2.

Thus, the Alexander Audit Fund Inc. is now legally defunct.

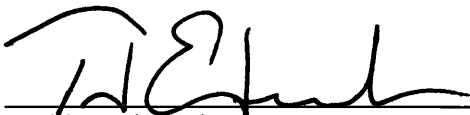
The Alexander Audit Fund Inc. had no knowledge of any wrongdoing by Dr. Daniel R. Hightower with respect to contributions to the Alexander Exploratory Committee. More specifically, the Alexander Audit Fund Inc. had no knowledge of the allegations made by Allison M. Thomas in a letter to the Commission dated May 18, 2000 to the effect that Dr. Hightower asked managers and corporate staff of Princeton's Restaurant to contribute \$1,000 each to the Alexander Exploratory Committee and that he stated that he would reimburse the managers and corporate staff for their contributions and any extra income taxes in their respective paychecks.

It was the policy and practice of the Alexander Exploratory Committee to return any contributions that did not comply fully with federal law, including, but not limited to, prohibited corporate contributions and contributions in the name of another.

The Alexander Exploratory Committee instructed all persons involved in fundraising efforts of which the Committee was aware of the prohibitions under federal law against corporate contributions and contributions in the name of another.

The Alexander Exploratory Committee and the Alexander Audit Fund Inc. did not knowingly accept any contributions under the scheme alleged by Mr. Thomas.

August 10, 2000
Dated


Todd Eardensohn
Treasurer, Alexander Audit Fund Inc.

Subscribed and sworn to before me on this 10th day of Aug., 2000.

Diana M. Davis
Notary Public

My Commission expires 5/1/2002

BY AN AUTHORIZED COMMITTEE OF A CANDIDATE
FOR THE OFFICE OF PRESIDENT OR VICE PRESIDENT

DATE OF FILING: JUL 20 12 11 PM '98

OR TYPE OR PRINT	1. NAME OR COMMITTEE (in Full) Alexander Audit Fund, Inc.		2. IDENTIFICATION NUMBER C00315424
	ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported 512 N. Washington Street		
	CITY, STATE, and ZIP CODE Alexandria, VA 22314		

4. TYPE OF REPORT (Check here ☒ If this is a Termination Report.)

(a) "X" appropriate box and complete, if applicable.

Monthly Report Due on:

- | | | | |
|--|--------------------------------------|---------------------------------------|--------------------------------------|
| <input type="checkbox"/> April 15 Quarterly Report | <input type="checkbox"/> February 20 | <input type="checkbox"/> June 20 | <input type="checkbox"/> October 20 |
| <input checked="" type="checkbox"/> July 15 Quarterly Report | <input type="checkbox"/> March 20 | <input type="checkbox"/> July 20 | <input type="checkbox"/> November 20 |
| <input type="checkbox"/> October 15 Quarterly Report | <input type="checkbox"/> April 20 | <input type="checkbox"/> August 20 | <input type="checkbox"/> December 20 |
| <input type="checkbox"/> January 31 Year End Report | <input type="checkbox"/> May 20 | <input type="checkbox"/> September 20 | <input type="checkbox"/> January 31 |

☐ Twelfth day report preceding _____
(Type of Election)
election on _____ in the State of _____

☐ Thirtieth day report following the General Election on _____

(b) Is this Report an Amendment? ☐ Yes ☒ No

5. COVERING PERIOD

FROM

4/1/98

THROUGH

6/30/98

SUMMARY

6. CASH ON HAND BEGINNING OF THE REPORTING PERIOD	97,979.
7. TOTAL RECEIPTS THIS PERIOD (From Line 22, Column A, Page 2)	930.
8. SUBTOTAL (Lines 6 and 7)	98,910
9. TOTAL DISBURSEMENTS THIS PERIOD (From Line 30, Column A, Page 2)	98,910
10. CASH ON HAND AT CLOSE OF THE REPORTING PERIOD (Subtract Line 9 from 8)	
11. DEBTS AND OBLIGATIONS OWED TO THE COMMITTEE (Itemize All on Schedule C-P or Schedule D-P)	NO
12. DEBTS AND OBLIGATIONS OWED BY THE COMMITTEE (Itemize All on Schedule C-P or Schedule D-P)	NO
13. EXPENDITURES SUBJECT TO LIMITATION	
14. NET CONTRIBUTIONS (Other than Loans) (Subtract Line 28d, Column B from 17e, Column B, Page 2)	
15. NET OPERATING EXPENDITURES (Subtract Line 20g, Column B from 23, Column B, Page 2)	

NET YEAR-TO-DATE
CONTRIBUTIONS AND
EXPENDITURES

I certify that I have examined
this Report and to the best of
my knowledge and belief it is
true, correct and complete.

TYPE OR PRINT NAME OF TREASURER
Todd Eardensohn

SIGNATURE OF TREASURER

DATE
7/16/98

For further information,
contact:

Federal Election Commission
888 E Street, N.W.

Washington, D.C. 20463

Toll Free 800-424-9530

Local 202-219-3420

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the
penalties of 2 U.S.C. - 437g.

All previous versions of FEC FORM 3P are obsolete and should no longer be used

FEC FORM 3P, Page 1 (5)

21 "04" 405 "1482

①

NAME OF COMMITTEE (In Full)		REPORT COVERING THE PERIOD	
Alexander Audit Fund, Inc.		4/1/98	6/30/98
		COLUMN A	COLUMN B
		Total This Period	Calendar Year-to-Date
I. RECEIPTS			
16. FEDERAL FUNDS (Itemize on Schedule A-P)			
17. CONTRIBUTIONS (other than loans) FROM:			
(a) Individuals/Persons Other Than Political Committees		-	-
(b) Political Party Committees			
(c) Other Political Committees		-	-
(d) The Candidate			
(e) TOTAL CONTRIBUTIONS (other than loans) Add 17(a), 17(b), 17(c) and 17(d))		-	-
18. TRANSFERS FROM OTHER AUTHORIZED COMMITTEES		-	-
19. LOANS RECEIVED:			
(a) Loans Received From or Guaranteed by Candidate			
(b) Other Loans			
(c) TOTAL LOANS (Add 19(a) and 19 (b))			
20. OFFSETS TO EXPENDITURES (Refunds, Rebates, etc.)			
(a) Operating			
(b) Fundraising			
(c) Legal and Accounting			
(d) TOTAL OFFSETS TO EXPENDITURES (Add 20(a), 20(b) and 20(c))			
21. OTHERS RECEIPTS (Dividends, Interest, etc.)		930.92	4,179.54
22. TOTAL RECEIPTS (Add 16, 17(e), 18, 19(c), 20(d) and 21)		930.92	4,179.54
II. DISBURSEMENTS			
23. OPERATING EXPENDITURES			
24. TRANSFERS TO OTHER AUTHORIZED COMMITTEES			
25. FUNDRAISING DISBURSEMENTS			
26. EXEMPT LEGAL AND ACCOUNTING DISBURSEMENTS		4,110.29	4,110.29
27. LOAN REPAYMENTS MADE:			
(a) Repayments of Loans made or Guaranteed by Candidate:			
(b) Other Repayments			
(c) TOTAL LOAN REPAYMENTS MADE (Add 27(a) and 27 (b))			
28. REFUNDS OF CONTRIBUTIONS TO:			
(a) Individuals/Persons Other Than Political Committees			
(b) Political Party Committees			
(c) Other Political Committees			
(d) TOTAL CONTRIBUTION REFUNDS (Add 28(a), 28(b) and 28(c))			
29. OTHER DISBURSEMENTS		84,800.19	84,800.19
30. TOTAL DISBURSEMENTS (Add 23, 24, 25, 26, 27(c), 28(d) and 29)		98,910.48	98,910.48
III. CONTRIBUTED ITEMS (Stock, Art Objects, Etc.)			

21-04-405-3483

NAME OF COMMITTEE (in full)

Alexander Audit Fund, Inc.

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

DATE
(MONTH,
DAY,
YEAR)AMOUNT OF
EACH RECEIPT
THIS PERIOD

NAME, ADDRESS, CITY, STATE, ZIP CODE
Franklin National Bank
1722 Eye Street, NW
Washington, DC 20005

NAME OF EMPLOYER
Interest

OCCUPATION

AGGREGATE YEAR-TO-DATE
1,838.82

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

4/30/98
5/31/98
6/30/98

308.02
308.74
818.16

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

NAME OF EMPLOYER

OCCUPATION

AGGREGATE YEAR-TO-DATE

RECEIPT FOR
(specify other)
☐ Primary
☐ General
☐

SUBTOTAL OF RECEIPTS THIS PAGE

930.92

TOTAL THIS PERIOD (last page this line number only)

930.92

21-04-405-1484

NAME OF COMMITTEE (in full)

Alexander Audit Fund, Inc.

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

DATE
(MONTH,
DAY,
YEAR)

AMOUNT OF
EACH
DISBURSEMENT
THIS PERIOD

NAME, ADDRESS, CITY, STATE, ZIP CODE Baker & Hosteller, LLP P.O. Box 37515 Washington, DC 20013	PURPOSE OF DISBURSEMENT Consulting DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/>	6/30/98	4,100.21
NAME, ADDRESS, CITY, STATE, ZIP CODE Franklin National Bank 1722 Eye Street, NW Washington, DC 20005	PURPOSE OF DISBURSEMENT Bank Charges DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/>	5/31/98	10.00
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		
NAME, ADDRESS, CITY, STATE, ZIP CODE	PURPOSE OF DISBURSEMENT DISBURSEMENT FOR: Other (specify) <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/>		

SUBTOTAL OF DISBURSEMENTS THIS PAGE (optional)

4,110.21

TOTAL THIS PERIOD (last page this line number only)

4,110.21

21-04-405-1485

NAME OF COMMITTEE (in full)

Alexander Audit Fund, Inc.

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

DATE
(MONTH,
DAY,
YEAR)AMOUNT OF
EACH
DISBURSEMENT
THIS PERIOD

NAME, ADDRESS, CITY, STATE, ZIP CODE

Campaign for a New American Century
State PAC
1922 West End Avenue, 2nd Floor
Nashville, TN 37203

PURPOSE OF DISBURSEMENT

Contribution

6/30/98

94,800.15

DISBURSEMENT FOR: Other (specify)

☐ Primary ☒ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

NAME, ADDRESS, CITY, STATE, ZIP CODE

PURPOSE OF DISBURSEMENT

DISBURSEMENT FOR: Other (specify)

☐ Primary ☐ General ☐

SUBTOTAL OF DISBURSEMENTS THIS PAGE (optional)

94,800.15

TOTAL THIS PERIOD (last page this line number only)

94,800.15

21-04-405-1436

ENVELOPE REPLACEMENT PAGE FOR INCOMING DOCUMENTS

The Commission has added this page to the end of this filing to indicate how it was received.

☐ Hand Delivered Date of Receipt

☒ First Class Mail POSTMARKED
7/17/98

☐ Registered/Certified Mail POSTMARKED

☐ No Postmark

☐ Postmark Illegible

☐ Received from the House office of Records and Registration Date of Receipt

☐ Received from the Senate Office of Public Records Date of Receipt

☐ Other (Specify): Postmarked
and/or Date of Receipt


☐ Electronic Filing

SEP
PREPARER

7/28/98
DATE PREPARED

**REPORT OF RECEIPTS AND DISBURSEMENTS
BY AN AUTHORIZED COMMITTEE OF A CANDIDATE
FOR THE OFFICE OF PRESIDENT OR VICE PRESIDENT**

FILED
FEDERAL ELECTION COMMISSION
2000 JUN 20 12 11 PM '98

USE PRECILING LABEL OR DISCLOSURE	1. NAME OR COMMITTEE (in Full) Alexander Audit Fund, Inc.		2. IDENTIFICATION NUMBER C00315424																															
	ADDRESS (number and street) <input type="checkbox"/> Check if different than previously reported 512 N. Washington Street		3. IS THIS REPORT OF RECEIPTS AND DISBURSEMENTS FOR: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General																															
	CITY, STATE, and ZIP CODE Alexandria, VA 22314																																	
4. TYPE OF REPORT (Check here <input checked="" type="checkbox"/> if this is a Termination Report.) (a) "X" appropriate box and complete, if applicable. Monthly Report Due on:																																		
<table border="0"> <tr> <td><input type="checkbox"/> April 15 Quarterly Report</td> <td><input type="checkbox"/> February 20</td> <td><input type="checkbox"/> June 20</td> <td><input type="checkbox"/> October 20</td> </tr> <tr> <td><input checked="" type="checkbox"/> July 15 Quarterly Report</td> <td><input type="checkbox"/> March 20</td> <td><input type="checkbox"/> July 20</td> <td><input type="checkbox"/> November 20</td> </tr> <tr> <td><input type="checkbox"/> October 15 Quarterly Report</td> <td><input type="checkbox"/> April 20</td> <td><input type="checkbox"/> August 20</td> <td><input type="checkbox"/> December 20</td> </tr> <tr> <td><input type="checkbox"/> January 31 Year End Report</td> <td><input type="checkbox"/> May 20</td> <td><input type="checkbox"/> September 20</td> <td><input type="checkbox"/> January 31</td> </tr> </table>					<input type="checkbox"/> April 15 Quarterly Report	<input type="checkbox"/> February 20	<input type="checkbox"/> June 20	<input type="checkbox"/> October 20	<input checked="" type="checkbox"/> July 15 Quarterly Report	<input type="checkbox"/> March 20	<input type="checkbox"/> July 20	<input type="checkbox"/> November 20	<input type="checkbox"/> October 15 Quarterly Report	<input type="checkbox"/> April 20	<input type="checkbox"/> August 20	<input type="checkbox"/> December 20	<input type="checkbox"/> January 31 Year End Report	<input type="checkbox"/> May 20	<input type="checkbox"/> September 20	<input type="checkbox"/> January 31														
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(b) Is this Report an Amendment? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Twelfth day report preceding _____ Type of Election _____ election on _____ in the State of _____ Thirtieth day report following the General Election on _____																																		
5. COVERING PERIOD FROM 4/1/98 THROUGH 6/30/98																																		
<table border="1"> <thead> <tr> <th>SUMMARY</th> <th>6. CASH ON HAND BEGINNING OF THE REPORTING PERIOD</th> <th>87,979.66</th> </tr> </thead> <tbody> <tr> <td></td> <td>7. TOTAL RECEIPTS THIS PERIOD (From Line 22, Column A, Page 2)</td> <td>930.92</td> </tr> <tr> <td></td> <td>8. SUBTOTAL (Lines 6 and 7)</td> <td>98,910.48</td> </tr> <tr> <td></td> <td>9. TOTAL DISBURSEMENTS THIS PERIOD (From Line 30, Column A, Page 2)</td> <td>88,910.48</td> </tr> <tr> <td></td> <td>10. CASH ON HAND AT CLOSE OF THE REPORTING PERIOD (Subtract Line 9 from 8)</td> <td>-</td> </tr> <tr> <td></td> <td>11. DEBTS AND OBLIGATIONS OWED TO THE COMMITTEE (Itemize All on Schedule C-P or Schedule D-P)</td> <td>NONE</td> </tr> <tr> <td></td> <td>12. DEBTS AND OBLIGATIONS OWED BY THE COMMITTEE (Itemize All on Schedule C-P or Schedule D-P)</td> <td>NONE</td> </tr> <tr> <td></td> <td>13. EXPENDITURES SUBJECT TO LIMITATION</td> <td>-</td> </tr> <tr> <td>NET YEAR-TO-DATE CONTRIBUTIONS AND EXPENDITURES</td> <td>14. NET CONTRIBUTIONS (Other than Loans) (Subtract Line 28d, Column B from 17e, Column B, Page 2)</td> <td>-</td> </tr> <tr> <td></td> <td>15. NET OPERATING EXPENDITURES (Subtract Line 28e, Column B from 23, Column B, Page 2)</td> <td>-</td> </tr> </tbody> </table>					SUMMARY	6. CASH ON HAND BEGINNING OF THE REPORTING PERIOD	87,979.66		7. TOTAL RECEIPTS THIS PERIOD (From Line 22, Column A, Page 2)	930.92		8. SUBTOTAL (Lines 6 and 7)	98,910.48		9. TOTAL DISBURSEMENTS THIS PERIOD (From Line 30, Column A, Page 2)	88,910.48		10. CASH ON HAND AT CLOSE OF THE REPORTING PERIOD (Subtract Line 9 from 8)	-		11. DEBTS AND OBLIGATIONS OWED TO THE COMMITTEE (Itemize All on Schedule C-P or Schedule D-P)	NONE		12. DEBTS AND OBLIGATIONS OWED BY THE COMMITTEE (Itemize All on Schedule C-P or Schedule D-P)	NONE		13. EXPENDITURES SUBJECT TO LIMITATION	-	NET YEAR-TO-DATE CONTRIBUTIONS AND EXPENDITURES	14. NET CONTRIBUTIONS (Other than Loans) (Subtract Line 28d, Column B from 17e, Column B, Page 2)	-		15. NET OPERATING EXPENDITURES (Subtract Line 28e, Column B from 23, Column B, Page 2)	-
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I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.		TYPE OR PRINT NAME OF TREASURER Todd Eardensohn SIGNATURE OF TREASURER  DATE 7/16/98		For further information, contact: Federal Election Commission 808 E Street, N.W. Washington, D.C. 20463 Toll Free 800-424-9530 Local 202-218-9420 FEC FORM 3P, Page 1 (5/85)																														
NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U.S.C. - 437g. All previous versions of FEC FORM 3P are obsolete and should no longer be used.																																		

FESANB47

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

BOOK 11374 PG. 575

DATE: 03/04/99
 REQUEST NUMBER: 3637-2346
 TELEPHONE CONTACT: (615) 741-2286
 FILE DATE/TIME: 03/04/99 1414
 EFFECTIVE DATE/TIME: 03/04/99 1414
 CONTROL NUMBER: 0309199

TO:
 KATHRYN SEVIER PHILLIPS, ATTORNEY
 228 4TH AVE NORTH
 #1
 FRANKLIN, TN 37064

RE:
 ALEXANDER AUDIT FUND, INC.
 ARTICLES OF DISSOLUTION -PROFIT/NONPROFIT

PICK-UP

99 MAR -8 PM 3:58
 BILL GARRETT REGISTER
 DAVIDSON COUNTY, TN.

IDENTIFY & REFERENCE

000017

THIS WILL ACKNOWLEDGE THE FILING OF THE ARTICLES OF DISSOLUTION
 WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

PLEASE BE ADVISED THAT YOUR CORPORATION WILL REMAIN IN AN ACTIVE
 STATUS AND WILL BE REQUIRED TO FILE ANY AND ALL ANNUAL REPORTS THAT BECOME
 DUE PRIOR TO THE FILING OF THE ARTICLES OF TERMINATION IN OUR OFFICE.

THE TENNESSEE DEPARTMENT OF REVENUE HAS BEEN NOTIFIED OF THE FILING OF
 THIS DOCUMENT IN THAT TAX CLEARANCE MUST BE RECEIVED PRIOR TO TERMINATING
 CORPORATE EXISTENCE. THAT DEPARTMENT WILL CONTACT YOUR CORPORATION
 REGARDING REQUIREMENTS.

WHEN THE CORPORATION HAS DISTRIBUTED ALL OF ITS ASSETS IT MUST FILE
 ARTICLES OF TERMINATION OF CORPORATE EXISTENCE WITH THE SECRETARY OF STATE.
 THE ARTICLES OF TERMINATION MUST BE ACCOMPANIED BY A TAX CLEARANCE
 CERTIFICATE FROM THE TENNESSEE DEPARTMENT OF REVENUE WITH THE APPROPRIATE
 FILING FEE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
 FILING, PLEASE REFER TO THE CORPORATION BY THE CORPORATE NAME AND CONTROL
 NUMBER ONLY.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE
 OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS
 PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF DISSOLUTION -PROFIT/NONPROFIT

ON DATE: 03/04/99

FROM:
 KATHRYN SEVIER PHILLIPS, ATTORNEY
 228 4TH AVE NORTH
 #1
 FRANKLIN, TN 37064-0000

RECEIVED: FEES \$100.00 \$0.00
 TOTAL PAYMENT RECEIVED: \$100.00
 RECEIPT NUMBER: 00002446286

5666 03/08 0101 03CHECK

7-00



Riley C. Darnell

RILEY C. DARNELL
 SECRETARY OF STATE

BOOK 11374 PG. 576

RECEIVED
ARTICLES OF DISSOLUTION - NONPROFIT CORPORATIONFILED
99 MAR -4 PM 2:14

Pursuant to the provisions of Section 48-64-104 of the Tennessee Nonprofit Corporation Act, the undersigned corporation submits the following Articles of Dissolution:

1. The name of the corporation is Alexander Audit Fund, Inc.2. The dissolution was authorized on March 1, 1999.3. ~~The resolution authorizing the dissolution was duly adopted by the members.~~

The resolution authorizing the dissolution was duly adopted by a majority of the board of directors, as approval by the members was not required.

[NOTE: Please strike the sentence which does not apply to this corporation.]

4. If approval by third person(s) other than the members, directors, or incorporators was required, such approval was obtained.

5. If a public benefit corporation, notice to the Attorney General, required by Section 48-64-103(a) of the Tennessee Nonprofit Corporation Act, has been given.

6. The written consent or a copy of the resolution authorizing the dissolution is attached.

7. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is _____, 19____ (date) _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

March 4, 1999
Signature DateSecretary
Signer's CapacityAlexander Audit Fund, Inc.
Name of CorporationKathryn Sevier Phillips
SignatureKathryn Sevier Phillips
Name (typed or printed)

SS-4411

RDA 1678

4309199

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
ALEXANDER AUDIT FUND, INC.
TO ACTION TAKEN WITHOUT MEETING**

BOOK 11374 PG. 577

33 MAR -4 PM 2:14
The undersigned, being all of the Directors of Alexander Audit Fund, Inc. ("Corporation"), a Tennessee corporation, acting by written consent as permitted by Section 48-18-202 of the Tennessee Business Corporation Act, as amended ("Act"), do hereby consent to, adopt and approve in all respects the following resolutions:

WHEREAS, all assets of the corporation have been distributed to its creditors and other parties authorized by the Tennessee Nonprofit Corporation Act;

THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approve the dissolution and termination of Alexander Audit Fund, Inc., a corporation organized and existing under the laws of the State of Tennessee;

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed in the name of the Corporation to execute and deliver any and all certificates, authorizations, documents and other instruments or papers to do any and all further things that such officers may deem necessary or advisable to carry out the intent of the foregoing resolutions; and

FURTHER RESOLVED, that this Action Taken on Written Consent may be executed in one or more counterparts and, when so executed, each shall for all purposes be deemed an original and all of which shall constitute the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this action taken on written consent this 1st day of March, 1999 for the purposes of evidencing (i) our consent to the taking of the foregoing action without a meeting, and (ii) our affirmative vote in favor of taking the foregoing action.

DIRECTORS:

N. B. Forrest Shoaf, Director


Todd A. Eardensohn, Director


Kathryn Sevier Phillips, Director

1641-504-40-12

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
ALEXANDER AUDIT FUND, INC.
TO ACTION TAKEN WITHOUT MEETING**

BOOK 11374 PG. 578

39 MAR -1, PM 2:14

The undersigned, being all of the Directors of Alexander Audit Fund, Inc. ("Corporation"), a Tennessee corporation, acting by written consent as permitted by Section 48-18-202 of the Tennessee Business Corporation Act, as amended ("Act"), do hereby consent to, adopt and approve in all respects the following resolutions:

WHEREAS, all assets of the corporation have been distributed to its creditors and other parties authorized by the Tennessee Nonprofit Corporation Act;

THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approve the dissolution and termination of Alexander Audit Fund, Inc., a corporation organized and existing under the laws of the State of Tennessee;

FURTHER RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed in the name of the Corporation to execute and deliver any and all certificates, authorizations, documents and other instruments or papers to do any and all further things that such officers may deem necessary or advisable to carry out the intent of the foregoing resolutions; and

FURTHER RESOLVED, that this Action Taken on Written Consent may be executed in one or more counterparts and, when so executed, each shall for all purposes be deemed an original and all of which shall constitute the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this action taken on written consent this 1st day of March, 1999 for the purposes of evidencing (i) our consent to the taking of the foregoing action without a meeting, and (ii) our affirmative vote in favor of taking the foregoing action.

DIRECTORS:


N. B. Forrest Shoaf, Director

Todd A. Eardensohn, Director


Kathryn Sevier Phillips, Director

21.04.405.1492

Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

DATE: 03/04/99
REQUEST NUMBER: 3637-2349
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 03/04/99 1414
EFFECTIVE DATE/TIME: 03/04/99 1414
CONTROL NUMBER: 0309199

TO:
KATHRYN SEVIER PHILLIPS, ATTORNEY
228 4TH AVE NORTH
#1
FRANKLIN, TN 37064

BOOK 11374 PG. 579

RE:
ALEXANDER AUDIT FUND, INC.
ARTICLES OF TERMINATION OF CORPORATE EXISTENCE

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN
EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE
OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS
PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

DILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

99 MAR - 8 PM 3:59

IDENTIF. + REFERENCE

0558320

PICK-UP

FOR: ARTICLES OF TERMINATION OF CORPORATE EXISTENCE

ON DATE: 03/04/99

FROM:
KATHRYN SEVIER PHILLIPS, ATTORNEY
228 4TH AVE NORTH
#1
FRANKLIN, TN 37064-0000

5667 08/08 0101 03CHECK

7.00

	FEES	
RECEIVED:	\$100.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$100.00

RECEIPT NUMBER: 00002446286



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

BOOK 11374 PG. 580

RECEIVED
FILED
39 MAR -4 PM 2:14

ARTICLES OF TERMINATION OF CORPORATE EXISTENCE

Pursuant to the provisions of Section 48-24-108 of the Tennessee Business Corporation Act or Section 48-64-109 of the Tennessee Nonprofit Corporation Act, the undersigned corporation submits the following Articles of Termination of Corporate Existence:

1. The name of the corporation is Alexander Audit Fund, Inc.

2. ~~As a for-profit corporation, all assets of the corporation have been distributed to its creditors and shareholders.~~

As a nonprofit corporation, all assets of the corporation have been distributed to its creditors and other parties authorized by the Tennessee Nonprofit Corporation Act.

[NOTE: Please strike the sentence which does not apply to this corporation.]

3. The dissolution of the corporation has not been revoked.

4. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is

_____, 19____ (date), _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This document must be accompanied by a certificate from the Tennessee Commissioner of Revenue stating that the corporation has properly filed all reports and paid all taxes and penalties required by revenue laws of this state.]

March 4, 1999
Signature Date

Secretary
Signer's Capacity

Alexander Audit Fund, Inc.
Name of Corporation

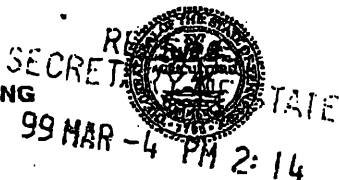
Kathryn Sevier Phillips
Signature

Kathryn Sevier Phillips
Name (typed or printed)



21-04-405-1494

STATE OF TENNESSEE
DEPARTMENT OF REVENUE
ANDREW JACKSON STATE OFFICE BUILDING
NASHVILLE, TENNESSEE 37242-0100



SECRETARY OF STATE
CONTROL NUMBER

0309199 T

EFFECTIVE
DATE

3-4-1999

BOOK 11374 PG. 581

CERTIFICATE OF TAX CLEARANCE

(SEE REVERSE SIDE FOR INSTRUCTIONS)

Alexander Audit Fund, Inc.
512 N. Washington St
Alexandria, VA 22314

This is to certify that all applicable
reports have been filed and that fees,
penalties, and taxes have been paid as
required by revenue laws of this state.

Ruth E. Johnson
COMMISSIONER OF REVENUE

RV-1907 (Rev. 8-94) 13-002-0382

3637 2351

THIS CERTIFICATE DOES NOT TAKE THE PLACE OF
THE CERTIFICATE OF EXISTENCE/AUTHORIZATION ISSUED BY THE SECRETARY OF STATE.

TAX CLEARANCE HAS BEEN GRANTED FOR:

☒ TERMINATION

☐ WITHDRAWAL

☐ CERTIFICATE OF
EXISTENCE/AUTHORIZATION
(VOID AFTER 30 DAYS)

☐ REINSTATEMENT OF
CORPORATE CHARTER
CERTIFICATE OF AUTHORITY
(VOID AFTER 30 DAYS)

This certificate (with any reports, forms and fees required) should be submitted to:

TENNESSEE SECRETARY OF STATE
James K. Polk Building, 18th Floor
Nashville, TN 37243-0306
Telephone Number: (615) 741-0537

21.04.405

AUG 10 3 51 PM '00

STATEMENT OF DESIGNATION OF COUNSEL

MUR 5033

NAME OF COUNSEL: Arthur B. Culvahouse, Jr.; Ira H. Raphaelson

FIRM: O'Melveny & Myers LLP

ADDRESS: 555 13th Street, NW

Suite 500 West

Washington, DC 20004-1109

TELEPHONE: (202) 383-5300

FAX: (202) 383-5414

The above-named individual is hereby designated as my counsel
and is authorized to receive any notifications and other communications
from the Commission and to act on my behalf before the Commission.

8/10/2000
Date

[Signature]
Signature

RESPONDENT'S NAME: Alexander Audit Fund Inc.
Todd Eardensohn, Treasurer

ADDRESS: 1275 Pennsylvania Avenue, NW

10th Floor

Washington, DC 20004

DIRECT
TELEPHONE: NONE

BUSINESS(202) 833-9392

FAX NO.

2004-05-11